

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

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In re:

AEGEAN MARINE PETROLEUM NETWORK  
INC., *et al.*,<sup>1</sup>

Debtors.

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)  
) Chapter 11  
)  
) Case No. 18-13374 (MEW)  
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)  
) (Jointly Administered)  
)

**ORDER REGARDING MATTERS TO BE ADDRESSED  
AT HEARINGS SCHEDULED TO BEGIN ON DECEMBER 7, 2018**

On December 7, 2018 the parties are scheduled to begin their presentations with respect to pending motions for approval of debtor-in-possession financing agreements and proposed bidding procedures for sales of substantially all of the Debtors' assets. The parties are directed at the outset of the hearing to present the following materials and to answer the following questions, and to indicate to the Court the extent to which the answers to these questions are the subject of disputes.

**Status of Prepetition Borrowings.** The parties are directed to provide current information as to (1) the amounts paid down on the US and Global revolving credit facilities since the filing of the bankruptcy petitions, (2) the amounts that remain outstanding under those two revolving credit facilities, and (3) the nature and value of the prepetition collateral that secures the remaining amounts, including the identity of the particular Debtors who hold such collateral.

**Status of Interim DIP Borrowings.** The parties are directed to provide current information as to the amounts that have been borrowed pursuant to the authority granted in the

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<sup>1</sup> Due to the large number of Debtors in these chapter 11 cases, a complete list of the Debtors and the last four digits of their tax identification, registration, or like numbers is not provided herein. A complete list of such information may be obtained on the website of the Debtors' proposed claims and noticing agent at <http://dm.epiq11.com/aegean>. The location of Debtor Aegean Bunkering (USA) LLC's principal place of business and the Debtors' service address in these chapter 11 cases is 52 Vanderbilt Avenue, Suite 1405, New York, New York 10017.

interim debtor-in-possession financing order and specifying the particular loan(s) under which those amounts were borrowed.

**Ownership Charts.** The parties should prepare an updated chart or charts (of sufficient size to permit the Court to read the identifying descriptions) to identify all of the debtor and affiliated non-debtor entities and their ownership relationships, and that also identify or identifies:

- which entities are Debtors;
- which entities are “Sellers” under the proposed asset purchase agreement;
- which entities are proposed to be “Acquired Companies” under the proposed asset purchase agreement (as to which the agreement appears to contemplate a dismissal of their bankruptcy cases);
- which entities are to be excluded from the sale that is contemplated by the proposed Stalking Horse agreement;
- which entities are to be borrowers under the proposed DIP facilities; and
- which entities are to be guarantors under the proposed DIP facilities.

**Litigation Claims.** The proposed asset purchase agreement identifies a number of litigation claims as proposed “Purchased Claims.” The parties are directed to provide the following information as to each of those claims:

- Description of the nature of the claim;
- Identification of the entity or entities who owns the claims; and
- Description of the current business operations of each of the entities that owns the relevant litigation claims, its connections with the operations of other Debtors, the nature and amount of known creditor claims against each such entity, and the extent

to which the entities who own the litigation claims are using (or are expected to use) the proceeds of the debtor-in-possession financing.

The foregoing list of items is only intended to provide the Court with background information that will assist the Court in ruling on the pending matters and is not intended as a limitation on the issues or the evidence to be offered at the upcoming hearing.

Dated: New York, New York  
December 6, 2018

/s/ Michael E. Wiles  
THE HONORABLE MICHAEL E. WILES  
UNITED STATES BANKRUPTCY JUDGE